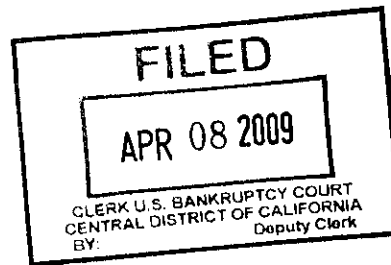


ORIGINAL

1 Thomas W. Dressler (SBN 140073)  
2 Dennis McPhillips (SBN 113452)  
3 THE DRESSLER LAW GROUP LLP  
4 707 Wilshire Blvd., Suite 3700  
5 Suite 3700  
6 Los Angeles, CA 90071  
7 Tel: 213/439-4200  
8 Fax: 213/439-1440



9 Attorneys for Linda Chu, Chapter 7 Trustee  
10 for POWERCOM ENERGY AND  
11 COMMUNICATIONS ACCESS, INC.

12 **UNITED STATES BANKRUPTCY COURT**  
13 **CENTRAL DISTRICT OF CALIFORNIA, LOS ANGELES DIVISION**

14 In re

15 POWERCOM ENERGY AND  
16 COMMUNICATIONS ACCESS,  
17 INC.

18 Debtor,

) CASE NO.: LA02-29177-EC

) Chapter 7

) NOTICE OF OBJECTIONS AND  
13 ) OBJECTIONS TO CLAIMS OF:

- 14 ) 1. Claim No. 87 of Abbas Daryabeigi  
15 ) 2. Claim No. 90 of Mr. Art Kohli  
16 ) 3. Claim No. 91 of Mr. Albert Vargo  
17 ) 4. Claim No. 95 of Ronald Parmenter  
18 ) 5. Claim No. 98 of Mr. & Mrs. Ronald  
19 ) Rice  
20 ) 6. Claim No. 101 of Vafa A. Khoshbin  
21 ) 7. Claim No. 104 of Harold Dee Andrews  
22 ) 8. Claim No. 106 of Mr. Paul Cook  
23 ) 9. Claim No. 108 of Comnet Corp  
24 ) 10. Claim No. 109 of Dr. John Chiang

25 ) MEMORANDUM OF POINTS AND  
26 ) AUTHORITIES AND DECLARATION  
27 ) OF THOMAS W. DRESSLER IN  
28 ) SUPPORT THEREOF

) DATE: May 14, 2009

) TIME: 10:00 a.m.

) PLACE: Courtroom 1639

) Roybal Federal Building

) 255 East Temple Street

) Los Angeles, California 90012

1 **TO THE HONORABLE ELLEN CARROLL, UNITED STATES BANKRUPTCY JUDGE;**  
2 **CREDITORS ON THE ABOVE LIST; THE OFFICE OF THE UNITED STATES TRUSTEE**  
3 **AND OTHER INTERESTED PARTIES:**

4  
5 **PLEASE TAKE NOTICE THAT** on May 14, 2009, at 10:00 a.m., or as soon thereafter as this  
6 matter may be heard in Courtroom 1639 of the above-referenced court, located at 255 East Temple  
7 Street, Los Angeles, California, the Court shall review the Objections of Linda J. Chu, Chapter 7 Trustee  
8 (the "Trustee") of the Estate of Powercom Energy and Communications Access (the "Debtor") to the  
9 Claims of the following creditors filed in this case on the following grounds:

- 10 1. Claim No. 87 of Abbas Daryabeigi as Exhibit "A" hereto, there is no evidence that the  
11 claimant is entitled to priority status under 11 U.S.C. § 507. The Trustee seeks to  
12 reclassify the claim as a general unsecured creditor.
- 13 2. Claim No. 90 of Mr. Art Kohli as Exhibit "B" hereto, there is no supporting  
14 documentation attached to the claim that establishes competent evidence that the Debtor  
15 owes this creditor money. There is no supporting documentation attached to the claim  
16 that establishes competent evidence that the Debtor owes this any specific amount of  
17 money. If claimant submits satisfactory competent evidence, the Trustee will seek to  
18 reclassify the claim as a general unsecured claim.
- 19 3. Claim No. 91 of Mr. Albert Vargo as Exhibit "C" hereto, there is no supporting  
20 documentation attached to the claim that establishes competent evidence that the Debtor  
21 owes this any specific amount of money. If claimant submits satisfactory competent  
22 evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
- 23 4. Claim No. 95 of Ronald Parmenter as Exhibit "D" hereto, there is no supporting  
24 documentation attached to the claim that establishes competent evidence that the Debtor  
25 owes this any specific amount of money. If claimant submits satisfactory competent  
26 evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.

- 1           5.       Claim No. 98 of Mr. & Mrs. Ronald Rice as Exhibit "E" hereto, there is no evidence that  
2               the claimant is entitled to priority status under 11 U.S.C. § 507. The Trustee seeks to  
3               reclassify the claim as a general unsecured creditor.
- 4           6.       Claim No. 101 of Vafa A. Khoshibin as Exhibit "F" hereto, there is no supporting  
5               documentation attached to the claim that establishes competent evidence that the Debtor  
6               owes this creditor money. There is no supporting documentation attached to the claim  
7               that establishes competent evidence that the Debtor owes this any specific amount of  
8               money. If claimant submits satisfactory competent evidence, the Trustee will seek to  
9               reclassify the claim as a general unsecured claim.
- 10          7.       Claim No. 104 of Harold Dee Andrews as Exhibit "G" hereto, there is no evidence that  
11             the claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting  
12             documentation attached to the claim that establishes competent evidence that the Debtor  
13             owes this any specific amount of money. If claimant submits satisfactory competent  
14             evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
- 15          8.       Claim No. 106 of Mr. Paul Cook as Exhibit "H" hereto, there is no evidence that the  
16             claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting  
17             documentation attached to the claim that establishes competent evidence that the Debtor  
18             owes this creditor money. There is no supporting documentation attached to the claim  
19             that establishes competent evidence that the Debtor owes this any specific amount of  
20             money. If claimant submits satisfactory competent evidence, the Trustee will seek to  
21             reclassify the claim as a general unsecured claim.
- 22          9.       Claim No. 108 of Comnet Corp as Exhibit "I" hereto, there is no supporting  
23             documentation attached to the claim that establishes competent evidence that the Debtor  
24             owes this any specific amount of money. If claimant submits satisfactory competent  
25             evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
- 26          10.       Claim No. 109 of Dr. John Chiang as exhibit "J" hereto, . There is no supporting  
27             documentation attached to the claim that establishes competent evidence that the Debtor  
28

owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.

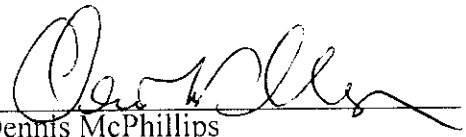
The Objection is based upon this Notice, the attached Objection to Claims, Memorandum of Points and Authorities and Declaration of Thomas W. Dressler in support thereof, all pleadings and records on file in this case and on such other and further evidence and argument as the court may consider at the hearing on this objection.

**PLEASE TAKE FURTHER NOTICE** that Rule 9013-1(a)(7) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Central District of California requires that a formal written response to this Objection be filed and served upon the undersigned not later than fourteen (14) days prior to the hearing on the Objection.

**PLEASE TAKE FURTHER NOTICE** that pursuant to Local Rule 9013-1(a)(11), failure of any party to so file and serve such written opposition may be deemed to be consent to the sustaining of the Objection.

Dated: 4/7, 2009

THE DRESSLER LAW GROUP, LLP

  
Dennis McPhillips  
Attorneys for Linda Chu, Chapter 7 Trustee  
of POWERCOM ENERGY AND  
COMMUNICATIONS ACCESS, INC.

**OBJECTION TO CLAIMS**

Linda J. Chu, Chapter 7 Trustee (the "Trustee") of the Estate of Powercom Energy and Communications Access, Inc. (the "Debtor") hereby objects to the following claims on the following grounds. Each of the grounds is more fully set forth in the attached Memorandum of Points and Authorities and supporting Declaration. The Trustee brings this objection pursuant to 11 U.S.C. § 502 and F. Rule Bank. Pro. 3007.

1. Claim No. 87 of Abbas Daryabeigi as Exhibit "A" hereto, there is no evidence that the claimant is entitled to priority status under 11 U.S.C. § 507. The Trustee seeks to reclassify the claim as a general unsecured creditor.
2. Claim No. 90 of Mr. Art Kohli as Exhibit "B" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this creditor money. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
3. Claim No. 91 of Mr. Albert Vargo as Exhibit "C" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
4. Claim No. 95 of Ronald Parmenter as Exhibit "D" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
5. Claim No. 98 of Mr. & Mrs. Ronald Rice as Exhibit "E" hereto, there is no evidence that the claimant is entitled to priority status under 11 U.S.C. § 507. The Trustee seeks to reclassify the claim as a general unsecured creditor.

6. Claim No. 101 of Vafa A. Khoshbin as Exhibit "F" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this creditor money. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
7. Claim No. 104 of Harold Dee Andrews as Exhibit "G" hereto, there is no evidence that the claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
8. Claim No. 106 of Mr. Paul Cook as Exhibit "H" hereto, there is no evidence that the claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this creditor money. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
9. Claim No. 108 of Comnet Corp as Exhibit "I" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
10. Claim No. 109 of Dr. John Chiang as exhibit "J" hereto, . There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor

///


///

///

owes this any specific amount of money. If claimant submits satisfactory competent  
evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.

Dated: 4/7, 2009

THE DRESSLER LAW GROUP, LLP



Dennis McPhillips  
Attorneys for Linda Chu, Chapter 7 Trustee  
of POWERCOM ENERGY AND  
COMMUNICATIONS ACCESS, INC.

**MEMORANDUM OF POINTS AND AUTHORITIES**

**IN SUPPORT OF OBJECTIONS TO CLAIMS**

On July 2, 2002, the Debtor commenced this case by filing a voluntary petition seeking relief under Chapter 7 of the United States Bankruptcy Code. Linda J. Chu was appointed as Trustee shortly thereafter. On September 24, 2003, the Clerk of this Court gave due and proper notice that claims must be filed "on or before" December 23, 2003 (the "Bar Date"). A true and correct copy of the Notice of Bar Date is Exhibit "1" hereto.

The assets of the estate consisted solely of causes of action that the Trustee successfully prosecuted to substantial monetary settlement over the next several years. One of the settlements is a settlement of a forfeiture claim asserted by the United States as part of its criminal case against certain of the Debtor's insiders. Pursuant to the forfeiture settlement (as approved by this court), the United States agreed to turnover the approximately \$300,000 seized from Powercom and the Trustee agreed to separately administer that fund (the "Forfeiture Fund") so that Powercom investors who had not filed timely claims, but who filed claims prior to January 17, 2009 (the "Forfeiture Fund Bar Date") could receive a share of the Forfeiture Fund up to the distribution they would have received if they had filed a timely claim. Accordingly, those investors who filed timely claims will hold general unsecured claims while those investors who filed untimely claims, but filed before January 17, 2009 will be barred from participation in the Estate's general assets but will receive a share for the Forfeiture Fund.

Having reduced all the assets of the Estate to cash, the Trustee now seeks to dispose of disputed claims. This Objection relates to the claims of investors in the Debtor. In all cases, any allowed claims are subordinate to the claims of non-investor creditors.

///



For the reasons stated the following claims should be disallowed:

1. Claim No. 87 of Abbas Daryabeigi as Exhibit "A" hereto, there is no evidence that the claimant is entitled to priority status under 11 U.S.C. § 507. The Trustee seeks to reclassify the claim as a general unsecured creditor.
2. Claim No. 90 of Mr. Art Kohli as Exhibit "B" hereto, there is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this creditor money. There is no supporting documentation attached to the claim that establishes competent evidence that the Debtor owes this any specific amount of money. If claimant submits satisfactory competent evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
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- 1           7.     Claim No. 104 of Harold Dee Andrews as Exhibit "G" hereto, there is no evidence that  
2           the claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting  
3           documentation attached to the claim that establishes competent evidence that the Debtor  
4           owes this any specific amount of money. If claimant submits satisfactory competent  
5           evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
- 6           8.     Claim No. 106 of Mr. Paul Cook as Exhibit "H" hereto, there is no evidence that the  
7           claimant is entitled to priority status under 11 U.S.C. § 507. There is no supporting  
8           documentation attached to the claim that establishes competent evidence that the Debtor  
9           owes this creditor money. There is no supporting documentation attached to the claim  
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- 13          9.     Claim No. 108 of Comnet Corp as Exhibit "I" hereto, there is no supporting  
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16          evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.
- 17          10.    Claim No. 109 of Dr. John Chiang as exhibit "J" hereto, . There is no supporting  
18          documentation attached to the claim that establishes competent evidence that the Debtor  
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20          evidence, the Trustee will seek to reclassify the claim as a general unsecured claim.

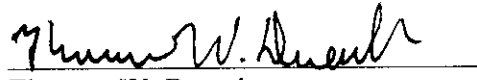
**DECLARATION OF THOMAS W. DRESSLER**

Thomas W. Dressler declares as follows:

1. I am a partner in the Dressler Law Group LLP (prior to November 1, 2007 known as Dressler & LaViña, LLP) and have principal responsibility for the representation of Linda Chu as Trustee in the above Chapter 7 Bankruptcy case. I am a member of the State Bar of California and of the bar of this Court. I am over the age of 18 and otherwise competent to testify to the matters set forth herein. I make this Declaration based on my own personal knowledge except where otherwise specifically stated to be on information and belief.
2. On July 2, 2002, the Debtor commenced this case by filing a voluntary petition seeking relief under Chapter 7 of the United States Bankruptcy Code. Linda J. Chu was appointed as Trustee shortly thereafter. On September 24, 2003, the Clerk of this Court gave due and proper notice that claims must be filed "on or before" December 23, 2003 (the "Bar Date"). A true and correct copy of the Notice of Bar Date is Exhibit "1" hereto.
3. The assets of the estate consisted solely of causes of action that the Trustee successfully prosecuted to substantial monetary settlement over the next several years. One of the settlements is a settlement of a forfeiture claim asserted by the United States as part of its criminal case against certain of the Debtor's insiders. Pursuant to the forfeiture settlement (as approved by this court), the United States agreed to turnover the approximately \$300,000 seized from Powercom and the Trustee agreed to separately administer that fund (the "Forfeiture Fund") so that Powercom investors who had not filed timely claims, but who filed claims prior to January 17, 2007 (the "Forfeiture Fund Bar Date") could receive a share of the Forfeiture Fund up to the distribution they would have received if they had filed a timely claim. Accordingly, those investors who filed timely claims will hold general unsecured claims while those investors who filed untimely claims, but filed before January 17, 2007, will be barred from participation in the Estate's general assets but will receive a share for the Forfeiture Fund.
4. Having reduced all the assets of the Estate to cash, the Trustee now seeks to dispose of disputed claims numbered 254, 257 through 268 for the above stated reasons. This Objection relates to the claims

1 of investors in the Debtor. In all cases, any allowed claims are subordinate to the claims of non-investor  
2 creditors.

3 Executed under penalty of perjury pursuant to the laws of the United States and of the State of  
4 California at Los Angeles, California this 7 day of April 2009.

5  
6   
7 Thomas W. Dressler



FORM B10 (Official Form 10) (Rev. 4/01)

United States Bankruptcy Court      Central District of California		PROOF OF CLAIM
Name of Debtor <u>POWERCOM Energy &amp; Communications Access, Inc.</u> Case Number <u>LA02-29177-EC</u>		<div style="border: 1px solid black; padding: 10px; margin: 0 auto; width: 150px;"> <p style="text-align: center; font-weight: bold;">FILED</p> <p style="text-align: center; font-size: 24px; font-weight: bold;">200</p> <p style="text-align: center; font-size: 8px;">CLERK U.S. BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA BY</p> </div> <p style="text-align: center; font-size: 10px;">This space is for Court Use Only</p>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): <u>ABBAS DARYABEIGI</u>	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Name and address where notices should be sent: <u>ABBAS DARYABEIGI</u> <u>11470 Biera Dr.</u> <u>L.A., CA 90046</u> Telephone number: <u>(310) 398-3210</u>	<input checked="" type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case  <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Account or other number by which creditor identifies debtor:	Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: _____	
<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <b>1. Basis for Claim</b>  <input type="checkbox"/> Goods sold  <input type="checkbox"/> Services performed  <input type="checkbox"/> Money loaned  <input type="checkbox"/> Personal injury/wrongful death  <input type="checkbox"/> Taxes  <input type="checkbox"/> Other <u>Investor</u> </div> <div style="width: 50%;"> <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)  <input type="checkbox"/> Wages, salaries, and compensation (Fill out below)  Your SS#: _____  Unpaid compensation for services performed from _____ to _____  (date) (date) </div> </div>		
<b>2. Date debt was incurred:</b> <u>5-3-01</u>		<b>3. If court judgment, date obtained:</b>
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <u>100,000.00</u> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5. Secured Claim.</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff).  Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle Other _____  Value of Collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____		<b>6. Unsecured Priority Claim.</b> <input checked="" type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4) <input type="checkbox"/> Up to \$2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8) <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a-____): <small>*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>
<b>7. CREDITS:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. <b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. <b>9. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		<p style="text-align: center;">This Space Is for Court Use Only</p>
Date <u>10-27-03</u> Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): <u>ABBAS DARYABEIGI</u>		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571		

NUMBER

709

FEBRUARY 3, 1998

INCORPORATED UNDER THE LAWS OF THE STATE OF CALIFORNIA

POWERCOM ENERGY AND COMMUNICATIONS ACCESS, INC.

AUTHORIZED: 200,000,000 SHARES COMMON STOCK

SHARES

20,000

This Certifies that

ABBAS DARYABEIGI

is the

registered holder of

TWENTY THOUSAND

Shares of

the above named Corporation, transferable only in the books of the Corporation by the holder hereof or person or by attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed by its duly authorized

officer and its Secretary to be hereunto affixed this 18th day of

MAY

2001

CHARLES HALEY

SECRETARY

CHARLES HALEY

AGENT

Charles Haley

d. I either have the requisite knowledge or have relied upon the advice of my own counsel, accountants, business advisors, or, Purchaser Representative as to all considerations involved in making an investment in the Shares.

e. I will notify PowerCom immediately of any material change in any statement made herein occurring prior to the Company's acceptance of my Subscription.

f. I authorize PowerCom and irrevocably appoint the CEO or his assignee with specific authority to marshal any ballots and sign documents pursuant to an exchange of unit interests for equity interests in a public corporation. I authorize the Company to dissolve the Company and convert the Shares and my ownership into equity interests in a public corporation by merger or by acquisition of the Company's assets by the corporation.

Agreed to by:

  
Prospective Purchaser Signature #1

Dated: 5-3-01

\_\_\_\_\_  
Prospective Purchaser Signature #2

Dated: \_\_\_\_\_

SUBSCRIPTION ACCEPTED AS OF THIS DATE: MAY 18 2001

  
By PowerCom Energy & Communications Access, Inc.

This document must be signed and returned to the Company at the following address:

PowerCom Energy & Communications Access, Inc.  
1055 West 7th Street, Suite 100  
Los Angeles, California 90017-2577  
(213) 622-9226



**SIGNATURE PAGE FOR INDIVIDUAL INVESTORS**

Investor #1 information

Investor #2 information (second investor)

ABBAS DARYABEIGI  
PRINT OR TYPE NAME

\_\_\_\_\_  
PRINT OR TYPE NAME

017-59-2975  
SOCIAL SECURITY NUMBER

\_\_\_\_\_  
SOCIAL SECURITY NUMBER

Residence Address:

Residence Address:

11476 Picna Dr.  
LA. CA  
90066

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Mailing Address (if different)

Mailing Address (if different)

SAME

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

E-mail address: \_\_\_\_\_

\_\_\_\_\_

Phone: Home (310) 398-3210

Phone: Home ( ) \_\_\_\_\_

Business: ( ) SAME

Business: ( ) \_\_\_\_\_

Date: 5-3-01

Date: ( ) \_\_\_\_\_

Signature:

Abbas Daryabeygi

Signature:

\_\_\_\_\_

Executed At:

Executed At:

LA. CA  
City/State

\_\_\_\_\_  
City/State

\*\*\*\*\*

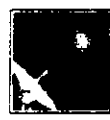
**ACCEPTANCE**  
(Please leave blank for company)

The foregoing Subscription Agreement for 20,000 Shares is accepted subject to the conditions  
contained in this Private Placement Memorandum thereof, this 18th day of May 2001.

By:

Charles Haley

PowerCom Energy & Communications Access, Inc.



**PowerCom**

Energy & Communications Access, Inc.

May 18, 2001

Abbas Daryabeigi  
11470 Biona Dr.  
Los Angeles, CA 90066  
Tel: 310.398.3210

Dear Mr. Daryabeigi:

We would like to inform you that your paperwork and funds for the investment in PowerCom Energy & Communications Access, Inc. have been received at our office. Enclosed please find your original stock certificate along with your copy of the signature page of the Subscription Agreement and Purchaser Questionnaire.

The company is currently in its start up phase and we encourage you to stay informed of our proceedings by contacting our office or browsing our website at [www.powercomenergy.com](http://www.powercomenergy.com).

We suggest that you keep us informed of any address or telephone number changes in the near future by contacting our office at 1-888-44ENERGY (443-6374) or by fax at 213-622-9332 or by email at [invest@powercomenergy.com](mailto:invest@powercomenergy.com).

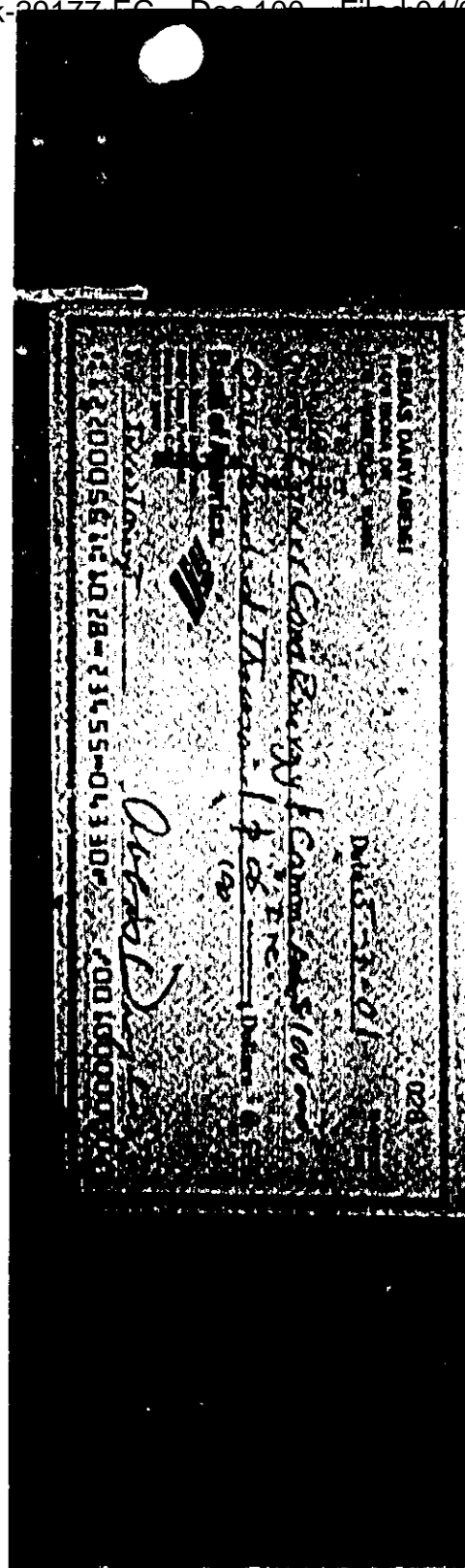
We thank you for your contribution as an investor in the company.

Respectfully,

A handwritten signature in cursive script that reads "Charles Haley".

Charles Haley  
President & CEO

Encl



only that you to check a box, print and sign your name, and return that page to this office so that we can properly process your claim.

#### **Documentation in Support**

We realize that some investors were not alerted to the claims process by the criminal investigation until shortly before the time to make such claims expired and there may not have been enough time to locate the supporting documents which section 8 of the claim form requests. In review of your claim we find that supporting documents would assist you in stating your claim.

#### **Amount of Stock**

We request that you please forward to this office copies of documents which reflect your ownership of stock in Powercom Energy and Communications Access, Inc. The most common and the preferred document would be the shares certificate issued to you. However if you do not have that please forward another document which you believe shows your ownership of stock in Powercom Energy and Communications Access Inc.

#### **Price Paid for Stock**

Upon the claims submitted we have determined that the stock of Powercom Energy and Communications Access, Inc. was sold to investors at various prices. Please forward to this office evidence of the price you paid for the stock you were sold. The preferred supporting document would be a cancelled check or the complete and executed subscription agreement including the acceptance page signed by Charles Haley and reflecting the price you paid per share. If you do not have these documents please forward such other documents as you believe reflect completed payment for the stock. If the stock was purchased through your IRA and you have no other document stating the sum paid please forward the IRA statement showing the withdrawal or disbursement made to purchase the stock.

#### **Priority**

OK → Please explain on what basis you believe that your claim is a priority claim as indicated by the box you have checked on your claim form.

#### **Secured**

→ Please explain on what basis you believe that your claim is secured as indicated by the box you have checked on your claim form.

This information will greatly assist us in processing your claim.

Thank you for your courtesy and cooperation.

Very truly yours,

Dennis McPhillips

**The Dressler Law Group, LLP**  
**707 Wilshire Blvd., Suite 3700**  
**Los Angeles, California 90017**

Dennis McPhillips  
Telephone: 213-439-4200  
Facsimile: 213-439-1440

**DATE**

**ADDRESS**

61

**Re: Creditor's Claim, In Re: Powercom Energy  
Access Incorporated, Case No. LA02-29177**

Dear \_\_\_\_\_:

This office, on behalf of Ms. Linda Chu, Trustee for Powercom Energy and Communications Access Inc., the petitioning Debtor in the matter known as In Re: Powercom Energy and Communications Access, Inc., U.S.B.C. Case No. LA02-29177-EC, has reviewed the proof of claim you have submitted to the bankruptcy court and this letter is written to request clarification on a few points. Please note that we represent only the Trustee. While we are not aware of any interest adverse to you, we are not your lawyers and you should not rely on us for legal advice. You may want to seek advice from your own counsel in connection with the response to this Letter. The Powercom Estate will attempt to make some payment on the claims submitted, however the Trustee cannot predict what percentage of recovery will be made available until the claims process has been completed.

It is our understanding that you were introduced to the creditor's claims process by personnel of the Federal Bureau of Investigation during their investigation of allegations that Charles Haley and others were guilty of fraud in the offer or sale of stock in Powercom Energy and Communications Access, Inc. As you may be aware that investigation did culminate in the institution of a criminal proceeding against Charles Haley which did include the charge of fraud in the sale of stock in Powercom Energy and Communications Access Inc. You may also be aware that Mr. Haley died prior to the completion of criminal trial.



The proof of claim form given you did not contain a box to be checked which specifies that the claim is made for the "fraudulent sale of stock" or that the claim is made by a "defrauded investor". We have reviewed the proofs of claims and we believe that some have been filed by defrauded investors. However they have variously been identified as "money loaned", "investment" and even "wage" or "retirement benefit". We believe that these creditor's claims are made by defrauded investors as they generally attach stock certificates and often state that the claimants received no notices of the bankruptcy.

Based on other claims and our general understanding of this case, we suspect you are claiming rescission of the stock sale (rescission means return of your money) because of fraud in the offer or sale of the Powercom stock and request your confirmation of that.

For clarity, I request that you respond in writing and inform this office of whether your creditor's claim is being made based on investment in stock of Powercom Energy and Communications Access, Inc. due to fraudulent representations made to you as to the value of that stock or the condition of that corporation. I attach a page which requires



FORM B10 (Official Form 10/01/01)

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA		PROOF OF CLAIM
<b>Name of Debtor</b> POWERCOM ENERGY AND COMMUNICAT	<b>Case Number</b> LA 02-29177-EC  <b>Credit id:</b> 348	  *02-29177-EC*    348  THIS SPACE IS FOR COURT USE ONLY
<b>NOTE:</b> This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
<b>Name of Creditor (The person or other entity to whom the debtor owes money or property):</b> KOHLI, MR. ART <b>Name and Address where notices should be sent:</b> KOHLI, MR. ART 10951 SHELBY FRYBURG RD. WAPAKONETA, OH 45895	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
<b>Telephone Number:</b> 414 227-3557	<b>Account or other number by which creditor identifies debtor:</b> FOD 1302 KOHLI JR	<input type="checkbox"/> Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated _____.
<b>1. Basis for Claim</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other <u>Investment</u>		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
<b>2. Date debt was incurred:</b> <u>JUNE 2000 - JULY 2000</u>	<b>3. If court judgment, date obtained:</b>	
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <u>19,130.00</u> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5. Secured Claim.</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of Collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____	<b>6. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$ 2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).  *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY  <div style="border: 2px solid black; padding: 10px; text-align: center;">                         FILED                           007 3 1 2003                           CLERK OF COURT                          CENTRAL DISTRICT OF CALIFORNIA                     </div>
<b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
<b>9. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
<b>Date</b> <u>10/28/03</u>	<b>Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):</b> <u>Burl Arthur Kohli Jr. (BURL ARTHUR KOHLI JR)</u>	
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.		

348  
90

Oct 28, 2003

United States Bankruptcy Court  
Case Number LA 02-29177-EC  
Credit ID 348

To Whom It May Concern:

This money came from my retirement fund in the amount of \$19,000.00. It was to be reinvested in Powercom Energy and Communication.  
The \$130.00 was for the fee. Check # 14123 dated 8/16/00.

Mr. Art Kohli (FOB: Burl Arthur Kohli Jr.)  
10951 Shelby Fryburg Rd  
Wapakoneta, Oh 45895  
Telephone # 419-227-3809



☒ Yes I am making a claim against the bankruptcy estate of Powercom Energy and Communications Access, Inc. as a defrauded investor and I am seeking to rescind that or those purchases of stock. (I am seeking return of my money).

Dated: 11-7, 2007.

ART Kohli  
Print Name

Art Kohli  
Signature

The Dressler Law Group, LLP  
707 Wilshire Blvd., Suite 3700  
Los Angeles, California 90017

Dennis McPhillips  
Telephone: 213-439-4200  
Facsimile: 213-439-1440

DATE

ADDRESS

90

**Re: Creditor's Claim, *In Re: Powercom Energy  
Access Incorporated*, Case No. LA02-29177**

Dear \_\_\_\_\_:

This office, on behalf of Ms. Linda Chu, Trustee for Powercom Energy and Communications Access Inc., the petitioning Debtor in the matter known as In Re: Powercom Energy and Communications Access, Inc., U.S.B.C. Case No. LA02-29177-EC, has reviewed the proof of claim you have submitted to the bankruptcy court and this letter is written to request clarification on a few points. Please note that we represent only the Trustee. While we are not aware of any interest adverse to you, we are not your lawyers and you should not rely on us for legal advice. You may want to seek advice from your own counsel in connection with the response to this Letter. The Powercom Estate will attempt to make some payment on the claims submitted, however the Trustee cannot predict what percentage of recovery will be made available until the claims process has been completed.

It is our understanding that you were introduced to the creditor's claims process by personnel of the Federal Bureau of Investigation during their investigation of allegations that Charles Haley and others were guilty of fraud in the offer or sale of stock in Powercom Energy and Communications Access, Inc. As you may be aware that investigation did culminate in the institution of a criminal proceeding against Charles Haley which did include the charge of fraud in the sale of stock in Powercom Energy and Communications Access Inc. You may also be aware that Mr. Haley died prior to the completion of criminal trial.

The proof of claim form given you did not contain a box to be checked which specifies that the claim is made for the "fraudulent sale of stock" or that the claim is made by a "defrauded investor". We have reviewed the proofs of claims and we believe that some have been filed by defrauded investors. However they have variously been identified as "money loaned", "investment" and even "wage" or "retirement benefit". We believe that these creditor's claims are made by defrauded investors as they generally attach stock certificates and often state that the claimants received no notices of the bankruptcy.

Based on other claims and our general understanding of this case, we suspect you are claiming rescission of the stock sale (rescission means return of your money) because of fraud in the offer or sale of the Powercom stock and request your confirmation of that.

For clarity, I request that you respond in writing and inform this office of whether your creditor's claim is being made based on investment in stock of Powercom Energy and Communications Access, Inc. due to fraudulent representations made to you as to the value of that stock or the condition of that corporation. I attach a page which requires

only that you to check a box, print and sign your name, and return that page to this office so that we can properly process your claim.

**Documentation in Support**

We realize that some investors were not alerted to the claims process by the criminal investigation until shortly before the time to make such claims expired and there may not have been enough time to locate the supporting documents which section 8 of the claim form requests. In review of your claim we find that supporting documents would assist you in stating your claim.

**Amount of Stock**

We request that you please forward to this office copies of documents which reflect your ownership of stock in Powercom Energy and Communications Access, Inc. The most common and the preferred document would be the shares certificate issued to you. However if you do not have that please forward another document which you believe shows your ownership of stock in Powercom Energy and Communications Access Inc.

**Price Paid for Stock**

Upon the claims submitted we have determined that the stock of Powercom Energy and Communications Access, Inc. was sold to investors at various prices. Please forward to this office evidence of the price you paid for the stock you were sold. The preferred supporting document would be a cancelled check or the complete and executed subscription agreement including the acceptance page signed by Charles Haley and reflecting the price you paid per share. If you do not have these documents please forward such other documents as you believe reflect completed payment for the stock. If the stock was purchased through your IRA and you have no other document stating the sum paid please forward the IRA statement showing the withdrawal or disbursement made to purchase the stock.

**Priority**

Please explain on what basis you believe that your claim is a priority claim as indicated by the box you have checked on your claim form.

**Secured**

Please explain on what basis you believe that your claim is secured as indicated by the box you have checked on your claim form.

This information will greatly assist us in processing your claim.

Thank you for your courtesy and cooperation.

Very truly yours,

Dennis McPhillips



FORM B10 (Official Form 10)(4/01)

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

Name of Debtor  
POWERCOM ENERGY AND COMMUNICAT

Case Number  
LA 02-29177-EC

Credit id: 641

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. §503.

Name of Creditor (The person or other entity to whom the debtor owes money or property):

VARGO, MR. ALBERT

Name and Address where notices should be sent:

VARGO, MR. ALBERT  
7913 FOREST VIEW DR.  
AUSTIN, TX 78737

- ☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
- ☐ Check box if you have never received any notices from the bankruptcy court in this case.
- ☐ Check box if the address differs from the address on the envelope sent to you by the court.

Telephone Number:

Account or other number by which creditor identifies debtor:

Check here if ☐ replaces ☐ amends a previously filed claim, dated \_\_\_\_\_

1. Basis for Claim

- ☐ Goods sold  
☐ Services performed  
☐ Money loaned  
☐ Personal injury/wrongful death  
☐ Taxes  
☒ Other SECURITIES PURCHASED

- ☐ Retiree benefits as defined in 11 U.S.C. §1114(a)  
☐ Wages, salaries, and compensation (fill out below)  
Your SS #: \_\_\_\_\_  
Unpaid compensation for services performed from \_\_\_\_\_ to \_\_\_\_\_  
(date) (date)

2. Date debt was incurred:

5 FEB. 2001

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed:

\$25,000.00

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

☐ Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- ☐ Real Estate ☐ Motor Vehicle  
☐ Other \_\_\_\_\_

Value of Collateral: \$ \_\_\_\_\_

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ \_\_\_\_\_

6. Unsecured Priority Claim.

- ☐ Check this box if you have an unsecured priority claim  
Amount entitled to priority \$ \_\_\_\_\_  
Specify the priority of the claim:  
☐ Wages, salaries, or commissions (up to \$4,650)\* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).  
☐ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).  
☐ Up to \$ 2,100\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).  
☐ Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).  
☐ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).  
☐ Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(\_\_\_\_).

\*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

9. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

Date

10/6/03

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

Albert Vargo, Jr.

THIS SPACE IS FOR COURT USE ONLY

FILED

Phuoc

641/91

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

**SIGNATURE PAGE FOR INDIVIDUAL INVESTORS**

Investor #1 information

Investor #2 information (second investor)

ALBERT VARGO, JR  
PRINT OR TYPE NAME

\_\_\_\_\_  
PRINT OR TYPE NAME

192-18-7928  
SOCIAL SECURITY NUMBER

\_\_\_\_\_  
SOCIAL SECURITY NUMBER

Residence Address:

Residence Address:

7913 FOREST VIEW DR.  
AUSTIN, TX 78737

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Mailing Address (if different)

Mailing Address (if different)

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

E-mail address: AAVARGO@JUNO.COM

Phone: Home (512) 894-4035

Phone: Home ( ) \_\_\_\_\_

Business: ( ) \_\_\_\_\_

Business: ( ) \_\_\_\_\_

Date: 22 JAN. 2001

Date: ( ) \_\_\_\_\_

Signature:

Albert Vargo, Jr.

Signature:

\_\_\_\_\_

Executed At:

Executed At:

AUSTIN, TEXAS  
City/State

\_\_\_\_\_  
City/State

\*\*\*\*\*

**ACCEPTANCE**  
(Please leave blank for company)

The foregoing Subscription Agreement for 5000 Shares is accepted subject to the conditions

contained in this Private Placement Memorandum thereof, this 5th day of February, 2001.

By:

Charles Helge

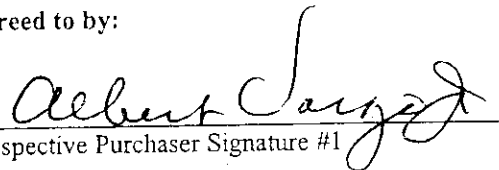
**PowerCom Energy & Communications Access, Inc.**

d. I either have the requisite knowledge or have relied upon the advice of my own counsel, accountants, business advisors, or, Purchaser Representative as to all considerations involved in making an investment in the Shares.

e. I will notify PowerCom immediately of any material change in any statement made herein occurring prior to the Company's acceptance of my Subscription.

f. I authorize PowerCom and irrevocably appoint the CEO or his assignee with specific authority to marshal any ballots and sign documents pursuant to an exchange of unit interests for equity interests in a public corporation. I authorize the Company to dissolve the Company and convert the Shares and my ownership into equity interests in a public corporation by merger or by acquisition of the Company's assets by the corporation.

Agreed to by:

  
Prospective Purchaser Signature #1

Dated: 1/22/2001

\_\_\_\_\_  
Prospective Purchaser Signature #2

Dated: \_\_\_\_\_

SUBSCRIPTION ACCEPTED AS OF THIS DATE: FEB 05 2001

  
By PowerCom Energy & Communications Access, Inc.

**This document must be signed and returned to the Company at the following address:**

**PowerCom Energy & Communications Access, Inc.  
1055 West 7th Street, Suite 100  
Los Angeles, California 90017-2577  
(213) 622-9226**

FEBRUARY 3, 1998  
INCORPORATED UNDER THE LAWS OF THE STATE OF CALIFORNIA

NUMBER

649

SHARES

5000

POWERCOM ENERGY AND COMMUNICATIONS ACCESS, INC.

AUTHORIZED: 200,000,000 SHARES COMMON STOCK

This Certifies that

ALBERT VARGO, JR.

is the

registered holder of

\*\*FIVE THOUSAND\*\*

Shares of

the above named Corporation transferable only on the books of the Corporation by the holder hereof  
in person or by Attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed by its duly authorized  
officers and its Corporate Seal to be hereunto affixed this 5th day of February A.D. 2001

CHARLES HALEY

SECRETARY

CHARLES HALEY

PRESIDENT



**The Dressler Law Group, LLP**  
707 Wilshire Blvd., Suite 3700  
Los Angeles, California 90017

Dennis McPhillips  
Telephone: 213-439-4200  
Facsimile: 213-439-1440

DATE

91

ADDRESS

**Re: Creditor's Claim, *In Re: Powercom Energy*  
*Access Incorporated*, Case No. LA02-29177**

Dear \_\_\_\_\_:

This office, on behalf of Ms. Linda Chu, Trustee for Powercom Energy and Communications Access Inc., the petitioning Debtor in the matter known as In Re: Powercom Energy and Communications Access, Inc., U.S.B.C. Case No. LA02-29177-EC, has reviewed the proof of claim you have submitted to the bankruptcy court and this letter is written to request clarification on a few points. Please note that we represent only the Trustee. While we are not aware of any interest adverse to you, we are not your lawyers and you should not rely on us for legal advice. You may want to seek advice from your own counsel in connection with the response to this Letter. The Powercom Estate will attempt to make some payment on the claims submitted, however the Trustee cannot predict what percentage of recovery will be made available until the claims process has been completed.

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Please explain on what basis you believe that your claim is secured as indicated by the box you have checked on your claim form.

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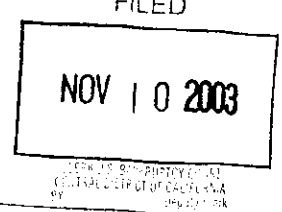
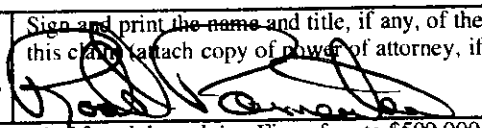
Thank you for your courtesy and cooperation.

Very truly yours,

Dennis McPhillips

**Exhibit D**

FORM B10 (Official Form 10)(4/01)

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA		PROOF OF CLAIM
Name of Debtor POWERCOM ENERGY AND COMMUNICAT	Case Number LA 02-29177-EC  Credit id: 467	  *02-29177-EC*   467  THIS SPACE IS FOR COURT USE ONLY
<b>NOTE:</b> This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. §903.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): PARMENTER, MR. RONALD Name and Address where notices should be sent:  PARMENTER, MR. RONALD 4455 RTE. 224 MONTOUR FALLS, NY 14865	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Telephone Number:	Account or other number by which creditor identifies debtor:	Check here if <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated _____
<b>1. Basis for Claim</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Other <u>10000 shares of stock x 3 = \$30,000</u>		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. §1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
<b>2. Date debt was incurred:</b> <u>September 13, 2000</u>		<b>3. If court judgment, date obtained:</b> \$ _____
<b>4. Total Amount of Claim at Time Case Filed:</b> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5. Secured Claim.</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of Collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		<b>6. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(4). <input type="checkbox"/> Up to \$ 2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).  *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY  
<b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
<b>9. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date <u>Oct 23, 2003</u>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  <u>RONALD PARMENTER</u>	
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.		

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SIGNATURE PAGE FOR INDIVIDUAL INVESTORS

Investor #1 information

RONALD L. PARMENTER  
PRINT OR TYPE NAME

207-36-0153  
SOCIAL SECURITY NUMBER

Residence Address:

4455 RT 224  
MONTOUR FALLS, N.Y.  
14865

Mailing Address (if different)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Phone: Home 607-594-2141

Business: ( 607-594-7106

Date: 9-11-2000

Signature:



Executed At:

MONTOUR FALLS, N.Y.  
City/State

Investor #2 information (second investor)

\_\_\_\_\_  
PRINT OR TYPE NAME

\_\_\_\_\_  
SOCIAL SECURITY NUMBER

Residence Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Mailing Address (if different)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Phone: Home ( ) \_\_\_\_\_

Business: ( ) \_\_\_\_\_

Date: ( ) \_\_\_\_\_

Signature:

\_\_\_\_\_

Executed At:

\_\_\_\_\_  
City/State

\*\*\*\*\*

ACCEPTANCE

(Please leave blank for company)

The foregoing Subscription Agreement for 10,000 Shares is accepted subject to the conditions

contained in this Private Placement Memorandum thereof, this 13th day of September, 2000.

By:



PowerCom Energy & Communications Access, Inc.

Exhibit "A"

## SUBSCRIPTION AGREEMENT

PowerCom Energy & Communications Access, Inc.

1055 West 7th Street, Suite 100

Los Angeles, California 90017-2577

(213) 622-9226

### 1. Subscription

The undersigned hereby applies to become a subscriber to shares in PowerCom, (the "Company"), and to purchase the number of Shares of common stock indicated below in accordance with the terms of this agreement and the confidential OFFERING MEMORANDUM (the "memorandum") dated April 10, 2000, relating to the Shares.

If this agreement is being completed on behalf of a corporation, trust, or estate, it should be completed and executed by an authorized corporate officer, trustee or executor, respectively.

### 2. Representations and Warranties

The undersigned represents and warrants to the Company, as follows:

a. The undersigned has received the Memorandum including the brochure regarding PowerCom, has carefully reviewed it and has relied upon the information contained therein and upon other materials provided to him by the Company.

The undersigned understands that all documents required to be made available to the undersigned pursuant to Rule 502(b)(2) of the rules promulgated under the Securities Act of 1933, as amended, (the "Securities Act"), and all records and books pertaining to this investment have been made available for inspection by its attorney and/or accountant, and him or her, and that the books and records of the Company will be made available upon reasonable notice for inspection by investors during reasonable business hours at its principal place of business. The undersigned and/or its advisors have had a reasonable opportunity to ask questions of and receive answers from the Company concerning the offering of Shares, and all such questions have been answered to the full satisfaction of the undersigned. No oral representations have been made or oral information furnished to the undersigned or its advisors in connection with the offering of the Shares, which were in any way inconsistent with the Memorandum or the brochure.

The undersigned confirms that he or she has received no other offering material except that described in paragraph 2(a) hereof. The undersigned recognizes that PowerCom is responsible for and provided the information in the Memorandum.

All other information is provided and is the responsibility of the Company:

b. The undersigned has the net worth and income indicated in the accompanying Questionnaire and is an "accredited investor" as is indicated on the accompanying Questionnaire.

c. If the undersigned is an individual, he or she is a citizen of the United States of America, at least 21 years of age and a bonafide resident and domiciliary of the state indicated on the signature page of this Agreement, and has no present intention of becoming a resident of any other state or jurisdiction.

If the undersigned is a partnership, corporation, trust or other entity, it is organized under the laws of the United States of America or one of the states thereof and it is authorized and otherwise duly qualified to execute this agreement; further, if the undersigned is a partnership, trust or other non-corporate entity, all of its members or beneficiaries are citizens of the United States of America.

d. All information which the undersigned has provided to the Company concerning himself, its financial position and its knowledge of financial and business matters, or, in the case of a corporation, partnership or other entity, the knowledge of financial and business matters of the person making the investment decision on behalf of such entity, is correct and complete as of the date set forth on the signature page hereof, and if there should be any material